

# HELM

## FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

VIA AIR COURIER

October 23, 1997

RECORDATION NO. 15764-5 FILED

OCT 28 '97 10-28 AM

Mr. Vernon Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423-0001

RE: Termination of Lease of Railroad Equipment dated as of August 18, 1997 by  
Helm Financial Corporation ("Lease Termination").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Lease Termination.

In connection with the recording of the Lease Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation  
One Embarcadero Center, Suite 3700  
San Francisco, CA 94111

Name and Address of Lessee: Tampa Electric Company  
702 North Franklin Street  
Tampa, Florida 33602


Equipment: Forty-two (42), 4,000 cubic feet, rapid discharge open top hoppers as more fully described in Schedule A to the Lease Termination attached hereto.

Thirty-three (33), 3,000 cubic feet, rapid discharge open top hoppers as more fully described in Schedule A to the Termination of Lease attached hereto.

Previous STB Filing: See Exhibit A attached hereto.

Please file the Lease Termination as a supplementary document and return one (1) endorsed original to my attention. A check covering the filing fee of twenty-four dollars (\$24.00) is enclosed.

Sincerely,

  
Eric W. Stoll  
Document Administrator

/es  
Enclosures (2)

#15764

## TERMINATION OF LEASE

OCT 28 '97

10-28 AM

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of August 18, 1997 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. Recitals. Lessor entered into the Lease of Railroad Equipment dated as of July 13, 1988, as amended ("Lease"), with Tampa Electric Company, a Florida corporation, with respect to the forty-two (42), open top hopper railcars with electro-pneumatically controlled hopper gates described in Schedule A attached hereto, and thirty-three (33), open top rapid discharge coal hoppers described in Schedule A attached hereto. Certain documents as set forth on Exhibit A (collectively, "Lease Documents") are on file at the Surface Transportation Board of the Department of Transportation (f.k.a. the Interstate Commerce Commission) ("STB") under the STB Recordation Nos. provided in Exhibit A.

The Lease Documents were terminated on March 31, 1994. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. Termination. The Lease Documents are hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By: John F. Dains

Print Name: John F. Dains

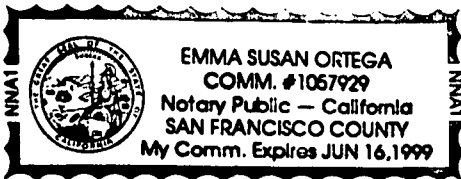
Title: Senior Vice President & CFO

STATE OF CALIFORNIA                    )  
  ) S.S.  
COUNTY OF SAN FRANCISCO            )

On Oct. 23, 1997, before me, Emma S. Ortega - Notary Public  
personally appeared John F. Dains, Senior Vice President and Chief  
Financial Officer of HELM FINANCIAL CORPORATION, .

✓ personally known to me -OR-

— proved to me on the basis of satisfactory evidence to be the person(s)  
whose name(s) is/are subscribed to the within instrument and  
acknowledged to me that he/she/they executed the same in his/her/their  
authorized capacity(ies), and that by his/her/their signature(s) on  
the instrument the person(s), or the entity upon behalf of which the  
person(s) acted, executed the instrument.



Witness my hand and official seal.

Emma Susan Ortega  
SIGNATURE OF THE NOTARY

[Notarial Seal]

## SCHEDULE A

### Equipment Description:

Forty-two (42), 4,000 cubic foot, 100 - ton capacity, five pocket, rapid discharge open top hopper railcars with electro-pneumatically controlled hopper gates; built by Ortner circa 1971 and 1977.

### Unit Number:      Unit Numbers:

HLMX 601	HLMX 691
602	698
603	704
604	712
607	714
608	719
609	723
614	
615	
617	
618	
619	
626	
629	
634	
636	
637	
638	
644	
646	
652	
653	
655	
664	
665	
668	
670	
675	
676	
677	
678	
683	
685	
686	
690	

SCHEDULE A - continued

Thirty-three (33), 3,800 cubic foot, 100 - ton capacity, roller-bearing, five pocket, open top rapid discharge coal railcars; built by Ortner circa 1978, 1980 and 1981.

Unit Number:

Unit Numbers:

HLMX 654  
721  
80005  
80012  
80013  
80015  
80016  
81012  
81016  
81019  
81024  
81033  
81040  
81048  
81053  
81067  
81069  
81072  
81075  
81079  
84037  
84063  
84068  
84073  
84077  
84142  
84145  
197821  
197831  
197832

HLMX 197886  
197897  
197954

**EXHIBIT A**

- A) Lease of Railroad Equipment dated as of July 13, 1988 between Helm Financial Corporation and Tampa Electric Company. ICC Recordation No. 15764, filed on August 1, 1988 at 9:33 a.m.
- B) Addendum dated as of October 10, 1988 to the Lease.  
STB Recordation No. 15764-B, filed on October 19, 1988 at 9:35 a.m.
- C) Second Amendment dated as of July 13, 1989 to the Lease.  
STB Recordation No. 15764-D, filed on November 20, 1989 at 9:45 a.m.
- D) Lease Amendment dated as of July 24, 1989 to the Lease.  
STB Recordation No. 15764-E, filed on August 30, 1990 at 9:50 a.m.
- E) Amendment No. 3 dated as of July 19, 1993 to the Lease.  
STB Recordation No. 15764-G, filed on October 15, 1993 at 1:40 p.m.
- F) Amendment No. 4 dated as of February 25, 1994 to the Lease.  
STB Recordation No. 15764-H, filed on May 4, 1994 at 2:30 p.m.